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OLD SACRAMENTO LIVING HISTORY PROGRAM

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ARTICLE I.
NAME

SECTION 1.01: The name of this organization shall be "The Old Sacramento Living History" and will be referred to as the "Organization" in these Bylaws.

ARTICLE II.
OFFICES

SECTION 2.01: The principal office of the Organization for its transaction of business is located in the "Old Sacramento" area of the City of Sacramento, County of Sacramento.

ARTICLE III.
PURPOSE

SECTION 3.01: The primary purpose for which this Organization is formed is to teach, while entertaining, the history of Old Sacramento and create a living street museum with authentically costumed characters, performing reenactments, giving tours, participating in events, and promoting Old Sacramento.

ARTICLE IV.
MEMBERS

SECTION 4.01: Adult Membership shall be granted to any individual 18 years of age or older, upon application and consideration...

SECTION 4.02: Any membership granted to an individual less than 18 years of age is required to have written permission from his/her parent or guardian and that parent/guardian shall accompany this individual at all meetings and events.

- a) Categories of membership shall include Active Members and Friends. Active Members shall participate in a minimum of ten events and designated OSLH activities throughout the Fiscal year in order to be eligible to vote. In order to obtain Active Member status, applicants must complete the nine hour training program provided by OSLH. Active Members record their volunteer hours by signing in at OSLH events and recording individual volunteer hours on a monthly volunteer log to be turned in by the 5th of each month to the Program Coordinator. Active Members receive free admission to the Sacramento History Museum with a volunteer service contribution of 25 hours, are invited to attend the annual Volunteer Appreciation Lunch, receive a mentor, eligible to receive discounted parking, and may attend special Historic Old Sacramento Foundation and affiliated events. Friends are not fully participating members of the organization. Friends may attend OSLH events if they are sponsored by a current Active Member who will vouch for their historical accuracy. Friends may request a monthly copy of the *Argonaut Gazette* in order to participate in OSLH activities and events. Some Friends may be invited to the

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annual Volunteer Appreciation lunch based on their volunteer hours or skills; this is at the discretion of the Program Coordinator and the Executive Board.

A record of the number of OSLH sponsored events and activities attended by each Active Member shall be kept by the Program Coordinator and shall be made available to the Membership at each General Meeting. The list of those Active Members eligible to vote in the annual elections shall be made available in March.

SECTION 4.05: All Organization members shall be required to record their volunteer hours and to submit them to the Program Coordinator by the 5th of each month.

SECTION 4.06: Anyone with an interest in history may become a member of the Old Sacramento Living History Program.

SECTION 4.07: There shall be no limit on the number of members the Organization may admit.

SECTION 4.08: Neither membership nor rights in the Organization may be transferred or assigned for value or otherwise.

SECTION 4.09: The Organization shall keep in written form a current membership roster containing the name, address and phone number of each member. This roster may be made available to any member upon request, but cannot be sold or used for any commercial purpose.

SECTION 4.10: Membership and all rights of membership shall automatically terminate on the occurrence of any of the following:

- (1) The voluntary resignation of a member, which shall be put in writing and submitted to the Secretary;
- (2) The death of a member;
- (3) The dissolution of the Organization;
- (4) Being found guilty of such conduct tending to injure the good name of the Organization, disturb its well being or hamper it in its work.

ARTICLE V.
MEETINGS

SECTION 5.01: Robert's Rules of Order shall govern the meetings of members insofar as those rules are not inconsistent with or in conflict with these Bylaws or the Organization.

SECTION 5.02: The General Meetings of the Organization shall be held once a month at a regular
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time and place to be determined by the Executive Board. The meeting schedule shall be determined annually at the January meeting with periodic changes in the meeting schedule due to holidays or other events, which take precedence.

SECTION 5.03: Special Meetings may be called by the Program Coordinator, President or by a member of the Executive Board or by written request of 5% or more of the members. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three day's notice shall be given.

SECTION 5.04: A quorum at any meeting of members shall consist of ten voting members. The members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment. Any meeting of members may be adjourned from time to time by the vote of a majority of the votes represented in person, but no other business may be transacted.

SECTION 5.05: Each Active member is entitled to one vote on each matter submitted to a vote of the members.

SECTION 5.06: Members entitled to vote shall not be permitted to vote or act by proxy.

SECTION 5.07: A Parliamentarian shall be appointed by the President to maintain order and adherence to the rules of order at the General Meetings and the Executive Board Meetings. The Parliamentarian will help instruct and remind members of the Rules of Order.

SECTION 5.08: All meetings of the Executive Board shall be presided over by the Program Manager. In the absence or inability of the Program Coordinator, the President shall preside and shall execute all of the duties of the President. In the absence of the Program Coordinator and President, the duty of presiding shall devolve on the other officers of the Organization in the order in which they are named in Section 6.01.

ARTICLE VI.
OFFICERS

SECTION 6.01: The Officers of the Organization shall be a Living History Program Coordinator, a President, a Vice-President, a Secretary, a Treasurer and two Members at Large. These Officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Organization.

SECTION 6.02: The duties of the Officers will be as follows:

- (a) PUBLIC PROGRAMS COORDINATOR (also referred to as PROGRAM COORDINATOR) -The Program Coordinator shall be subject to the control of the Director of the Historic Old Sacramento Foundation, and shall have supervision,

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direction and control of the business and affairs of the Organization. The Program Coordinator shall preside at all meetings of the Executive Board, attend the General Membership Meetings, actively participate in the Organization's activities, and shall be facilitator between the Organization and the Historic Old Sacramento Foundation, represent the Organization at meetings of other groups, appoint committees, and foster public relations. The Program Coordinator shall maintain the Character Registry and encourage members to develop and register their historic character. The Program Coordinator shall maintain the membership records and shall also perform such other duties as may be required by the Organization, the Historic Old Sacramento Foundation or by these Bylaws.

(b) **PRESIDENT** - The President shall preside at all General Membership meetings, and with the Program Coordinator, prepare the agenda. The President shall, in the absence of the Program Coordinator, preside over the meetings of the Executive Board. The President shall perform such other duties and directed by the Program Coordinator or by these Bylaws. In the event that a Program Coordinator is not instituted by the Historic Old Sacramento Foundation, the President, in concert with the Executive Board will also perform the following duties: 1.) Be the facilitator between the Historic Old Sacramento Foundation and the Living History Program; 2.) Have supervision, direction and control of the business affairs of the Living History Program; 3.) Represent the Organization at meetings of other groups; 4.) Appoint Committees; 5.) Foster public relations; 6.) Such other duties as may be required by the Historic Old Sacramento Foundation or the Bylaws of the Organization.

(b) **VICE-PRESIDENT** -- The Vice-President shall, in the absence of the President, or in his or her inability or refusal to act, perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice-President shall have such other powers and perform such other duties as may be required by the Organization or by these Bylaws. The Vice President shall be in charge of recruitment and retention of members; keep a list of interested potential new members, be a contact person, encourage them to join, follow-up with information and membership applications, and call or email new members to make them feel welcome and encourage their participation in meetings and events, and shall introduce new members and visitors at General Membership meetings. The Vice President shall assign new members a mentor, if requested by the new member and shall represent the Organization to other organizations for the purpose of recruiting new members.

(c) **SECRETARY** -- The secretary shall take minutes at all meetings and ensure a book containing all meeting minutes is kept at the principal office of the Organization, or such other place as the Executive Board may order. The Secretary will also be responsible for correspondence of the Organization,

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and such other powers and duties as may be required by the Organization or by these Bylaws.

(d) TREASURER -- The Treasurer shall keep or cause to be kept a written record of such petty cash

financial transactions, budgets, proposals for funds and monies saved by the Organization. The

Treasurer shall report to the Executive Board and the members, an ongoing current record of all income, expenses and balances pertaining to the Organization and report to the President. The Treasurer shall reimburse members for

expenses incurred on behalf of the Organization from petty cash for amounts up to \$20.00 not requiring prior approval, or up to \$35.00 when pre-approved by the Executive Board. Expenditures greater than \$35.00 will require a check from the Historic Old Sacramento Foundation from funds held by the Foundation on behalf of the Old Sacramento Living History.

(f) MEMBERS AT LARGE – Two Members at Large will serve as advisors and liaison to the Organization membership and serve as advocated for the members. The members at large shall suggest and implement ways to improve the program and better serve the members, including taking member interest surveys. Members at large shall assist the Vice President in telephoning or emailing members to remind them of meetings and encourage them to attend events. The Member at Large positions shall be elected.

SECTION 6.03: An Officer may be dismissed from holding office under the following circumstances:

(a) The Officer has been declared of unsound mind by a final order of court.

(b) Misuse of the privilege of being an Executive Board member by deception, lack of confidentiality with organizational business or misuse of Organizational property.

(c) Repeated disrespect for order in Executive Board meetings.

(d) The Officer has failed to attend meetings of the Board for two (2) consecutive regular meetings without having given written notice to the Secretary within five (5) days thereof.

(e) Being found guilty of such conduct tending to injure the good name of the Organization, disturb its well being or hamper it in its work; this may also be ground for dismissal from the organization.

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ELECTIONS

SECTION 7.01: The annual election of officers shall take place at a regular meeting held in May of each year and the Officers-elect will assume their offices on July 1st of the same year. In March the President shall appoint a Nominating Committee of three who shall prepare a slate of candidates for the elective Offices. This slate shall be presented to the members at the April meeting and shall be included in a monthly Newsletter before the May meeting. Other nominations may be made from the floor and nominations may not be closed until the election meeting has convened and the members are ready to ballot. In March the list of those Active Members eligible to vote will be made available at the General Membership Meeting. Those wishing to challenge their status may come before the Executive Council at the April meeting.

SECTION 7.02: The election shall be the first order of business under "New Business". The election of officers shall be by ballot. A majority of all the votes cast shall be necessary to elect except that where several of equal degree are to be chosen, a majority shall not be necessary, those receiving the highest number of votes shall be declared elected.

SECTION 7.03: The President shall appoint two members to act as tellers. After all who are entitled to do so have voted, the ballot shall be declared closed and the tellers shall then proceed to count the votes in full view of the members. After the votes have been tabulated the presiding Officer shall announce the results.

SECTION 7.04: Candidates for office shall be active members as described in Article IV, Section 4.01. Candidates must agree to serve for the term or their office (Article VIII, Section 8.03) and perform the duties of their office as described in Article VI, Section 6.02.

SECTION 7.05: Vacancies in elective offices shall be appointed, after notice to the members, at the next regular business meeting succeeding the regular meeting at which the vacancy was created. Appointed officers shall serve until the next election.

ARTICLE VIII
EXECUTIVE BOARD

SECTION 8.01: The Organization shall have at least 8 Board Members: the elected Officers, and the Immediate Past President, plus 2 Members at Large. If the Immediate Past President cannot serve in this capacity, the President will appoint a Member at Large in lieu of the Immediate Past President. As membership increases by 50, two new Members at Large will be appointed. Collectively, the Board Members shall be known as the Executive Board.

SECTION 8.02: Robert's Rules of Order shall govern the meetings of members insofar as those rules are not inconsistent with or in conflict with these Bylaws or the Organization.

SECTION 8.03: The Members at Large of the Organization shall be at least 18 years old and must

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be an active member of the Organization for at least one year.

SECTION 8.04: The Program Manager shall serve for as long as she/he is employed as the Director of the Living History/Visitor Center for Historic Old Sacramento Foundation. The term of office for the President, Vice President, Secretary, Treasurer, and Member At Large shall be for a period of one (1) year.

SECTION 8.06: The Board Members shall serve without compensation.

SECTION 8.07: The Executive Board shall have general supervision of the affairs of the Organization between its business meetings, fix the hours and place of the meetings, make recommendations to the Organization, and shall perform such other duties as specified in these Bylaws. The Executive Board shall be subject to the orders of the Organization and none of its acts shall conflict with action taken by the Organization.

SECTION 8.08: An Executive Board Member may be dismissed from the Executive Board under the following circumstances:

- (a) The Board Member has been declared of unsound mind by a final order of court.
- (b) Misuse of the privilege of being an Executive Board member by deception, lack of confidentiality with organizational business or misuse of Organizational property.
- (c) Repeated disrespect for order in Executive Board meetings.
- (d) The Board Member has failed to attend meetings of the Board for two (2) consecutive regular meetings without having given written notice to the Secretary within five (5) days thereof.
- (e) Being found guilty of such conduct tending to injure the good name of the Organization, disturb its well being or hamper it in its work; this may also be grounds for dismissal from the Organization.

SECTION 8.09: Any Member at Large may resign effective upon giving written notice to the President and the Secretary, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be appointed to take the vacancy when the resignation becomes effective.

ARTICLE IX
EXECUTIVE BOARD MEETINGS

SECTION 9.01: Regular Meetings of the Executive Board shall be held at least once every other month at a regular time and place to be determined by the Executive Board. Changes in the meeting schedule may occur due to holidays or other events which take precedence.

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SECTION 9.02: No business can be transacted at a meeting of the Executive Board, regular or special, unless a quorum is present. A quorum shall consist of one more than half of the members of the Executive Board.

SECTION 9.03: Special meetings may be called by any Officer or any two (2) Board Members. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three days notice shall be given.

SECTION 9.04: The Program Manager shall preside over the meetings of the Executive Board. In the absence or inability of the Program Manager, the President shall preside and shall execute all of the duties of the Program Manager. In the absence of the Program Manager and the President the duty of presiding shall devolve on the other officers of the Organization in the order in which they are named in Section 6.01. The Secretary of the Organization or, in the Secretary's absence, any person appointed by the presiding officer shall act as Secretary of the Board.

SECTION 9.05: A majority of the Board Members present, whether or not a quorum is present, may adjourn any meeting to another time or place. If the meeting is adjourned, notice of the adjournment to another time or place shall be given prior to the time of the next meeting of the Executive Board.

ARTICLE X
AMENDMENT OF BYLAWS

SECTION 10.01: These Bylaws may be amended at any regular meeting of the Organization by a two-thirds vote of the voting members attending the meeting. The resolution to amend must be submitted in writing at a previous regular meeting and must appear in the newsletter. The newsletter must state the date voting on the resolution to amend will take place.

ARTICLE XI
RECORDS AND REPORTS

SECTION 11.01: The Organization shall keep adequate and correct records and minutes of the proceedings of its Executive Board and General Meetings. The minutes shall be kept in written form. Committee Chairpersons shall report on the activities of the Committee at each General Meeting. Chairpersons will provide a written report to the President or Secretary upon completing the Committee assignment. Other books and records shall be kept in either written form or in any other form capable of being converted into written form.

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SECTION 11.02: The Organization shall provide monthly progress reports to the Historic Old Sacramento Foundation.